

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM512006

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Strategic Pricing Associates, Inc.		01/29/2019	Corporation: OHIO
RECEIVING PARTY DATA			
Name:	SPA Performance, Inc.		
Street Address:	2701 Park Drive		
City:	Cleveland		
State/Country:	OHIO		
Postal Code:	44120		
Entity Type:	Corporation: OHIO		
PROPERTY NUMBERS Total: 18			
Property Type	Number	Word Mark	
Registration Number:	3921677	SPA	
Registration Number:	3830872	THE SPA PRICING CUBE	
Registration Number:	3830874	THE SILVER PRICING CUBE	
Registration Number:	3830873	THE GOLD PRICING CUBE	
Registration Number:	3830875	THE PLATINUM PRICING CUBE	
Registration Number:	4822705	THE PLATINUM PRICING CUBE	
Registration Number:	4822704	THE SILVER PRICING CUBE	
Registration Number:	4822703	THE GOLD PRICING CUBE	
Registration Number:	4822702	THE SPA PRICING CUBE	
Registration Number:	4800469	SPA	
Registration Number:	5228722	SPASIGMA	
Serial Number:	86703415	SPA	
Registration Number:	5228769	SPASIGMA	
Serial Number:	87086383	NQEXPERT	
Serial Number:	88270497	TARGETGPS	
Serial Number:	88270500	PRICEGPS	
Serial Number:	88270503	CONTRACTGPS	
Serial Number:	88270501	ACCOUNTGPS	

OP \$465.00 3921677

CORRESPONDENCE DATA**Fax Number:** 2163634588*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.***Phone:** 2163634677**Email:** dpoirier@beneschlaw.com**Correspondent Name:** Duncan H. Poirier**Address Line 1:** Benesch Friedlander Coplan & Aronoff LLP**Address Line 2:** 200 Public Square, Suite 2300**Address Line 4:** Cleveland, OHIO 44114

ATTORNEY DOCKET NUMBER:	26723-113
NAME OF SUBMITTER:	Duncan H. Poirier
SIGNATURE:	/Duncan H. Poirier/
DATE SIGNED:	02/28/2019

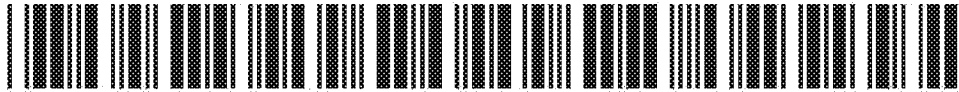
Total Attachments: 4

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DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	CERT	COPY
01/30/2019	201902903288	AMENDMENT TO ARTICLES (AMD)	50.00	0.00	0.00	0.00

Receipt

This is not a bill. Please do not remit payment.

BENESCH FRIEDLANDER COPLAN & ARONOFF LLC
200 PUBLIC SQUARE
SUITE 2300
CLEVELAND, OH 44114

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, Frank LaRose
847477

It is hereby certified that the Secretary of State of Ohio has custody of the business records for
SPA PERFORMANCE, INC.

and, that said business records show the filing and recording of:

Document(s)
AMENDMENT TO ARTICLES

Document No(s):
201902903288

Effective Date: 01/29/2019



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the
Secretary of State at Columbus, Ohio this
30th day of January, A.D. 2019.

Frank LaRose
Ohio Secretary of State

Form 540 Prescribed by:

OFFICE OF THE
Ohio Secretary of State



Toll Free: (877) SOS-FILE (877-767-3453) | Central Ohio: (614) 466-3910
www.OhioSecretaryofState.gov | Bussserv@OhioSecretaryofState.gov
File online or for more information: www.OHBusinessCentral.com

Certificate of Amendment
(For-Profit, Domestic Corporation)
Filing Fee: \$50
Form Must Be Typed

Check appropriate box:

- Amendment to existing Articles of Incorporation (125-AMDS)
- Amended and Restated Articles (122-AMAP) - The following articles supersede the existing articles and all amendments thereto.

Complete the following information:

Name of Corporation

Charter Number

Check one box below and provide information as required:

The articles are hereby amended by the **Incorporators**. Pursuant to Ohio Revised Code section 1701.70 (A), incorporators may adopt an amendment to the articles by a writing signed by them if initial directors are not named in the articles or elected and before subscriptions to shares have been received.

The articles are hereby amended by the **Directors**. Pursuant to Ohio Revised Code section 1701.70(A), directors may adopt amendments if initial directors were named in articles or elected, but subscriptions to shares have not been received. Also, Ohio Revised Code section 1701.70(B) sets forth additional cases in which directors may adopt an amendment to the articles.

The resolution was adopted pursuant to Ohio Revised Code section 1701.70(B)
(In this space insert the number 1 through 10 to provide basis for adoption.)

The articles are hereby amended by the **Shareholders** pursuant to Ohio Revised Code section 1701.71.

The articles are hereby amended and restated pursuant to Ohio Revised Code section 1701.72.

If you are amending the total number of shares, please complete this box so the appropriate filing fee is charged.

Total number of shares previously listed in the Articles or other Amendments with the Ohio Secretary of State:

With the submission of this amendment, NEW total number of shares:

A copy of the resolution of amendment is attached to this document.

Note: If amended articles were adopted, they must set forth all provisions required in original articles except that articles amended by directors or shareholders need not contain any statement with respect to initial stated capital. See Ohio Revised Code section 1701.04 for required provisions.

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required

Must be signed by all incorporators, if amended by incorporators, or an authorized officer if amended by directors or shareholders, pursuant to Ohio Revised Code section 1701.73(B) and (C).

If authorized representative is an individual, then they must sign in the "signature" box and print their name in the "Print Name" box.

If authorized representative is a business entity, not an individual, then please print the business name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print their name in the "Print Name" box.

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

ATTACHMENT TO CERTIFICATE OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
STRATEGIC PRICING ASSOCIATES, INC.

WHEREAS, the Shareholder desires to change the name of the Company from Strategic Pricing Associates, Inc. to SPA Performance, Inc. and believes that such change is in the best interests of the Company and its Shareholder.

NOW, THEREFORE, BE IT:

RESOLVED, that the name of the corporation shall be changed to SPA Performance, Inc.

FURTHER RESOLVED, that the Articles of Incorporation of Company are hereby amended as follows:

FIRST: The name of the entity is SPA Performance, Inc.

FURTHER RESOLVED, that the officers of the Company, or any of them, be, and they hereby are, authorized and directed to execute and deliver to the Ohio Secretary of State a Certificate of Amendment to Articles of Incorporation to effect the name change of the company to SPA Performance, Inc.;

FURTHER RESOLVED, that the Company reserve the name "SPA" as a fictitious name in the State of Ohio;

FURTHER RESOLVED, that the officers of the Company, or any of them, be, and they hereby are, authorized to execute and deliver to the Ohio Secretary of State a Name Registration to register "SPA" as a fictitious name;

FURTHER RESOLVED, that the officers of the Company be, and hereby are authorized and directed to take all such other action as they may deem necessary or appropriate to carry out the purposes of these resolutions; and

FURTHER RESOLVED, that the Shareholder does hereby ratify, confirm, and approve each and every writing, other record, act or thing heretofore made or done which, if hereafter made or done, would be authorized by the foregoing resolutions.